

RECORDATION NO. 21478 FILED

JUN 23 '98

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OF COUNSEL  
URBAN A. LESTER

June 23, 1998

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are three (3) copies of a Memorandum of Lease Agreement, dated June 15, 1998, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessee: Greenbrier Leasing Corporation  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessor: MRC Rail Services, LLC  
One California Street, Suite 1500  
San Francisco, California 94111

A description of the railroad equipment covered by the enclosed document is:

One hundred (100) boxcars bearing reporting marks and road numbers  
IBT 19000 through IBT 19099, inclusive

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BOARD

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Counterparts -

Mr. Vernon A. Williams  
June 23, 1998  
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/bg  
Enclosures

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**MEMORANDUM OF LEASE AGREEMENT  
BETWEEN  
MRC RAIL SERVICES, LLC ("LESSOR")**

**AND**

**GREENBRIER LEASING CORPORATION  
("LESSEE")**

**JUNE 15, 1998**

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Memorandum of a Lease Agreement made and entered into as of June 15, 1998 by and between MRC Rail Services, LLC, a Delaware limited liability corporation, ("Lessor") and Greenbrier Leasing Corporation, a Delaware corporation ("Lessee").

WITNESSETH:

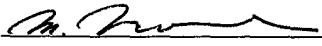
1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor one hundred (100) 50'6" Plate F, 100 ton boxcars equipped with 12' plug doors, 15" EOCC and 60K nailable steel floors bearing marks and numbers as follows:

IBT19000 – 19099 inclusive

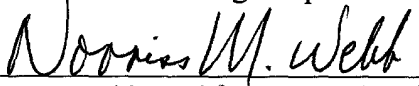
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor: MRC Rail Services, LLC

By:   
Title: Vice President & General Manager  
Date: June 15, 1998

Lessee: Greenbrier Leasing Corporation

By:   
Title: Executive Vice President  
Date: 6/17/98

STATE OF CALIFORNIA

CITY AND COUNTY OF SAN FRANCISCO

On this \_\_\_\_ day of \_\_\_\_\_, 19\_\_, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that he is the \_\_\_\_\_ of MRC Rail Services, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:

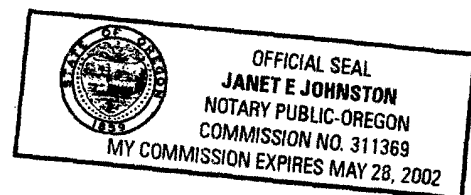
STATE OF Oregon

COUNTY OF Clackamas

On this 17<sup>th</sup> day of June, 1998 before me personally appeared Norris M. Webb, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of Greenbrier Leasing Corp. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Johnston  
NOTARY PUBLIC

My commission expires: 5/28/2002



# CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Francisco

On June 19, 1998 before me, Shirlyn J.S. Kim,  
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Michihiro Nose,  
Name(s) of Signer(s)

☒ personally known to me – OR – ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

[Signature]  
Signature of Notary Public

## OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

### Description of Attached Document

Memorandum of Lease Agreement Between MRC Rail  
Title or Type of Document: Services, LLC and Greenbrier Leasing Corporation

Document Date: June 15, 1998 Number of Pages: 2

Signer(s) Other Than Named Above: \_\_\_\_\_

### Capacity(ies) Claimed by Signer(s)

Signer's Name: \_\_\_\_\_

- ☐ Individual  
☐ Corporate Officer  
Title(s): \_\_\_\_\_  
☐ Partner — ☐ Limited ☐ General  
☐ Attorney-in-Fact  
☐ Trustee  
☐ Guardian or Conservator  
☐ Other: \_\_\_\_\_

Signer Is Representing:  
\_\_\_\_\_  
\_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER  
Top of thumb here

Signer's Name: \_\_\_\_\_

- ☐ Individual  
☐ Corporate Officer  
Title(s): \_\_\_\_\_  
☐ Partner — ☐ Limited ☐ General  
☐ Attorney-in-Fact  
☐ Trustee  
☐ Guardian or Conservator  
☐ Other: \_\_\_\_\_

Signer Is Representing:  
\_\_\_\_\_  
\_\_\_\_\_

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OF SIGNER  
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